

BYLAWS OF THE APPELLATE COURTS SECTION OF THE LOS ANGELES COUNTY BAR ASSOCIATION

ARTICLE I NAME

This section shall be known as the “Appellate Courts Section” (“Section”) of the Los Angeles County Bar Association (“LACBA”).

ARTICLE II PURPOSE

The purpose of the Section shall be to advance the administration of appellate justice and to meet the professional needs of appellate practitioners in the Los Angeles area, and otherwise to further the interests of LACBA and of the legal profession as a whole.

ARTICLE III MEMBERSHIP

Section 1: MEMBERSHIP. Any attorney shall be eligible for membership in the Section if such attorney is a member of LACBA. The remaining sole prerequisite to membership shall be the payment of dues imposed on Section members for the current fiscal year pursuant to Article VII, Section 5 of these Bylaws. The Section’s Executive Committee may from time to time by majority vote of the voting members recommend for approval to the LACBA Board of Trustees honorary members of the Section.

Section 2: DUES. LACBA shall have the right to assess annual membership dues for membership in the Section as determined and approved by the LACBA Board of Trustees.

ARTICLE IV SECTION MEETINGS

Section 1: MEETINGS. The Section shall hold such meetings as may be called by the Chair or by a majority of the members of the Executive Committee.

Section 2: NOTICES. Notice of the time and place of all meetings shall be given to all members of the Section at least five (5) days prior thereto.

Section 3: QUORUM. One-third (1/3) of the current members of the Section shall constitute a quorum for the transaction of Section meeting business, such as a tie-breaking election pursuant to Article VI, Section 6 of these Bylaws.

ARTICLE V OFFICERS

Section 1: AUTHORIZED OFFICERS. The officers of the Section shall be as follows: Chair, Vice Chair, Secretary, and Treasurer.

Section 2: CHAIR. The Chair shall serve for two (2) years, preside at all meetings of the Section and of the Executive Committee, administer the affairs of the Section and Executive Committee and have such other powers and perform such other duties, including such powers and duties as may be delegated by the Executive Committee, as are not inconsistent with these Bylaws or with the Articles of Incorporation and Bylaws of LACBA.

Section 3: VICE CHAIR. The Vice Chair shall serve for two (2) years, perform all the duties of the Chair during the latter's absence or inability to act, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the Chair. The Vice Chair shall have such other powers and perform such other duties not inconsistent with these Bylaws or with the Articles of Incorporation and Bylaws of LACBA as from time to time may be prescribed by the Chair or by the Executive Committee. The Vice Chair shall automatically succeed to Chair following his or her term as Vice Chair.

Section 4: SECRETARY. The Secretary shall serve for two (2) years, be the custodian of all books, papers, documents and other records of the Section, and shall be responsible for the taking of minutes at each meeting of the Section and the Executive Committee and for the transcription and disbursement of such minutes and for the notification of members of meetings of the Section and the publicizing of such announcements. The Secretary shall have such other powers and perform such other duties not inconsistent with these Bylaws or with the Articles of Incorporation and Bylaws of LACBA as from time to time may be prescribed

by the Chair or by the Executive Committee. The Secretary shall automatically succeed to Vice Chair following his or her term as Secretary.

Section 5: TREASURER. The Treasurer shall serve for two (2) years. The Treasurer shall act as the liaison for the Section with LACBA with respect to the receipt and disbursement of all funds for and on behalf of the Section, shall make a report to the Executive Committee at its regular meetings on the status of funds available to the Section (if requested). The Treasurer shall have such other powers and perform such other duties as from time to time may be prescribed by the Chair or by the Executive Committee that are not inconsistent with these Bylaws or with the Articles of Incorporation and Bylaws of LACBA. The Treasurer shall automatically succeed to Secretary following his or her term as Treasurer.

Section 6: TERM. The term of office of each of the officers shall commence on the first day of July.

Section 7: DEATH/INCAPACITY. If any officer dies in office or is otherwise unable to serve, the next succeeding officer will assume the vacant position as follows: Vice Chair will automatically succeed to Chair, Secretary to Vice Chair, and Treasurer to Secretary, as appropriate. The Executive Committee by majority vote will elect a new Treasurer to fill the unexpired term and that person shall automatically succeed to Secretary.

Section 8: REMOVAL. By majority vote, the members of the Executive Committee may remove any officer based on their belief that the officer's actions are not serving the best interests of LACBA and the Section.

ARTICLE VI ELECTION OF TREASURER

Section 1: BIANNUAL ELECTION. The Section shall hold a biannual election of its Treasurer, which shall be completed by May 15th of each odd-numbered year, unless the same falls on a Saturday, Sunday or holiday, in which event the next business day shall be the election day.

Section 2: NOMINATION. The incoming Chair (outgoing Vice Chair), after consultation with incoming Vice Chair and Secretary shall nominate one (1) or more members of the Section for the office of Treasurer of the Section.

Additional nominations for Treasurer may be made by written nomination filed with the Chair and signed by at least twenty-five (25) members in good standing of LACBA and the Section.

Section 3: ELECTION PROCEDURE. If the incoming Chair nominates only one (1) candidate for Treasurer, and if no one else is nominated in accordance with Article VI, Section 2, of these Bylaws, then the sole nominee will be deemed unanimously elected.

If more than one (1) candidate is nominated for Treasurer, a ballot containing the names of the nominees with a blank write-in space after the office shall be distributed by electronic means approved by LACBA and the Executive Committee to each member of the Section entitled to vote. The ballots shall be in such form and shall contain such instructions as may be prescribed by the Executive Committee. Each Section member in good standing, other than honorary members, shall be entitled to vote for a nominee or other member of the Section for Secretary.

Section 4: VOTING. Ballots must be received by LACBA in accordance with the instructions written on or furnished with the ballot not later than 4:00 o'clock p.m. on the stated election day at which time the voting shall cease and the polls shall close.

Section 5: COUNTING. Immediately upon the close of the balloting the votes shall be canvassed and counted by LACBA staff, or if an outside electronic ballot vendor is utilized, canvassed and counted as approved by LACBA and the Executive Committee prior to the election, and the results shall be reported in writing to the Executive Committee of the Section. The results of the election will be reported to the Section membership.

Section 6: VOTES TO ELECT. A majority of votes cast shall elect. In case two (2) or more candidates for Treasurer shall receive an equal number of votes, then: (a) if there are

only two candidates, the winner shall be decided by a coin flip, or (b) if there are more than two candidates, a second electronic ballot will be sent out between the two tied candidates.

Section 7: VACANCY. The Executive Committee shall have the power to fill an officer vacancy in any office for the unexpired portion of the term thereof, by majority vote in a meeting held pursuant to Article VII, Section 4 of these Bylaws.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1: MEMBERSHIP. There shall be an Executive Committee of the Section, the membership of which shall be appointed annually by the Chair, subject to confirmation by the Board of Trustees of LACBA. The Executive Committee shall consist of not less than fifteen (15) and not more than thirty (30) active members of the Section, including all of the officers of the Section and the immediate past Chair of the Section. In appointing the membership of the Executive Committee, an incoming Chair shall use reasonable efforts to appoint to the Executive Committee at least one (1) member of the Section who has not served on the Executive Committee during the preceding Chair's term. In making appointments, the Chair shall consider the diversity of the membership of LACBA and shall, to the degree reasonably feasible, undertake to afford representations to the various LACBA affiliated associations and minority groups.

Section 2: TERM. Each member of the Executive Committee shall be appointed for a term of two (2) years and no member shall be entitled to serve for more than three (3) successive terms, except for members (i) who are then an officer or the immediate past Chair of the Section, or (ii) who have made and are continuing to make extraordinary contributions to the work of the Executive Committee and the Section above and beyond the requirements of Section 6 of this Article, as determined by the Section Officers.

Section 3: DUTIES. The Executive Committee shall supervise and direct the affairs and determine the policies of the Section, subject to and in accordance with these Bylaws, the LACBA Articles of Incorporation and Bylaws, and LACBA's policies and procedures.

Section 4: MEETINGS. The Executive Committee may act at a meeting duly called in accordance with these Bylaws. A majority of the members of the Executive Committee, present in person, or by telephone, or electronically, shall constitute a quorum to transact business. Meetings shall be called by the Chair or they may be called by any five (5) members of the Executive Committee, and notice of such meetings shall be given to the members of the Executive Committee in writing (including email) not less than two (2) days prior to such meeting. A member of the Executive Committee may participate in a meeting by telephone or electronically.

Section 5: PARTICIPATION AND REMOVAL. Subject to removal from the Executive Committee upon the determination of the officers of the Section, each member of the Executive Committee shall actively participate in the business of the Executive Committee.

Section 6: GUIDELINES FOR APPOINTMENT OF EXECUTIVE COMMITTEE MEMBERS. In considering appointments to the Executive Committee, the Chair shall take into consideration the following recommended guidelines:

- (i) At least three (3) years' membership in the Section;
- (ii) Past participation in Section activities and anticipated future availability to participate actively in, and contribute to, the Section and Executive Committee programs, activities and projects;
- (iii) Existing representation of a law firm, agency, organization, law school, etc. on the Executive Committee, although there is no prohibition on more than one (1) member from any one (1) of the above at any time;
- (iv) To the degree reasonably feasible, representation of the various LACBA affiliated associations and minority groups consistent with the diversity of LACBA membership; and (v) Experience in connection with appellate law.

ARTICLE VIII COMMITTEES

Section 1: STANDING COMMITTEES. There shall be such standing committees of the Section as may be established by the Executive Committee from time to time. Each standing

committee shall have not less than three (3) members. The Chair of each standing committee shall be selected by the Executive Committee.

Section 2: AD HOC COMMITTEES. In addition to the standing committees, the Chair shall have the power, without the need for Executive Committee approval, to appoint such ad hoc committees as may be necessary or desirable for the purposes of furthering the objectives of the Section.

Section 3: MEMBERS. The members of each standing committee shall be selected by the Chair of the Section. Members of all committees must be members of the Section, but need not be members of the Executive Committee.

Section 4: TERM. The term of a standing committee Chair and the members of each committee other than the Executive Committee shall commence on the first day of July of each year, and shall end on the last day of June of the succeeding year.

ARTICLE IX AMENDMENTS TO BYLAWS

These Bylaws may be amended by the Executive Committee by a two-thirds (2/3) vote of the voting members at a meeting duly called at which a quorum is present. All amendments to these Bylaws must be submitted to, approved and ratified by the LACBA Board of Trustees prior to becoming effective and further must be consistent with LACBA's Bylaws.